

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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CANDY M. SOUSA, on Behalf of Herself and All  
Others Similarly Situated,

Plaintiff,

v.

WAVE SYSTEMS CORPORATION, JOHN E.  
BAGALAY, JR., STEVEN K. SPRAGUE, and  
GERARD T. FEENEY,

Defendants.

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04 CV 30022 (MAP)

[Additional Captions Below]

**PROPOSED ORDER (i) CONSOLIDATING ALL RELATING ACTIONS;  
(ii) APPOINTING THE GABRIELE PROPOSED LEAD PLAINTIFFS AS  
LEAD PLAINTIFFS; AND (iii) APPROVING LEAD PLAINTIFFS'  
SELECTION OF COUNSEL**

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YOSEF STREICHER, on Behalf of Himself and  
All Others Similarly Situated,

Plaintiff,

v.

WAVE SYSTEMS CORPORATION, JOHN E.  
BAGALAY, JR., STEVEN K. SPRAGUE, and  
GERARD T. FEENEY,

Defendants.

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04 CV 30026 (MAP)

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ALVIN CHESS, Individually, and on Behalf of All  
Others Similarly Situated,

Plaintiff,

v.

STEVEN K. SPRAGUE, GERARD T. FEENEY,  
and WAVE SYSTEMS CORPORATION,

Defendants.

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04 CV 30037 (MAP)

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MICHAEL VICKER, on Behalf of Himself and  
All Others Similarly Situated,

Plaintiff,

v.

WAVE SYSTEMS CORPORATION, JOHN E.  
BAGALAY, JR., STEVEN K. SPRAGUE, and  
GERARD T. FEENEY,

Defendants.

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04 CV 30040 (MAP)

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H. MARTIN BOHMAN, on Behalf of Himself and  
All Others Similarly Situated,

Plaintiff,

v.

WAVE SYSTEMS CORPORATION, JOHN E.  
BAGALAY, JR., STEVEN K. SPRAGUE, and  
GERARD T. FEENEY,

Defendants.

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04 CV 30041 (MAP)

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JIMMY SUO, on Behalf of Himself and All Others  
Similarly Situated,

Plaintiff,

v.

WAVE SYSTEMS CORPORATION, STEVEN K.  
SPRAGUE, and GERARD T. FEENEY,

Defendants.

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04 CV 30042 (MAP)

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JACK SCHULMAN, Individually, and on Behalf  
of All Others Similarly Situated,

Plaintiff,

v.

WAVE SYSTEMS CORPORATION, STEVEN K.  
SPRAGUE, and GERARD T. FEENEY,

Defendants.

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04 CV 30043 (MAP)

This Court, having considered the motion of the Gabriele Proposed Lead Plaintiffs for consolidation, appointment as lead plaintiffs and approval of selection of lead counsel and the memorandum of law and declaration of Aaron Brody in support thereof, and good cause appearing therefor, hereby makes the following order:

CONSOLIDATION

1. All actions identified in the captions above and any other related actions which have been or will be filed against Wave Systems Corporation and the additional defendants for violations of the Securities Exchange Act of 1934 shall be hereby consolidated.

2. The caption of these consolidated class actions shall be "IN RE WAVE SYSTEMS CORPORATION SECURITIES LITIGATION" and the files of these consolidated actions shall be maintained in one master file under Master File No. 3:04-CV-30022 (MAP). Any other related individual or class actions now pending or hereafter filed in the District of Massachusetts shall be consolidated as part of the In re Wave Systems Corporation Securities Litigation as and when they are brought to the attention of the Court.

3. Henceforth, every pleading or other such document in these consolidated actions, which ordinarily contains a pleading caption, shall bear the following caption:

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IN RE WAVE SYSTEMS CORPORATION  
SECURITIES LITIGATION  
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Master File No. 3:04-CV-30022 (MAP)

4. A Master Docket and Master File are hereby established for these consolidated proceedings. The clerk shall file all pleadings or papers in the Master File and note such filing in the Master Docket. No further copies need to be filed or docket entries made.

5. Having considered the provisions of Section 21D (a)(3)(B) of the Securities Exchange Act of 1934, it is hereby ordered that the Gabriele Proposed Lead Plaintiffs constitute the "most adequate plaintiff[s]" and, that said, movants satisfy the requirements of the Exchange Act. The Court hereby appoints the Gabriele Proposed Lead Plaintiffs as Lead Plaintiffs in this action.

6. Pursuant to §21D(a)(3)(B)(v) of the Exchange Act, Lead Plaintiffs have selected and retained the law firms of Stull, Stull & Brody and McKeithen, McKeithen & Bohman as Co-Lead Counsel and the law firm of Gilman and Pastor, LLP as Liaison Counsel. The Court approves Lead Plaintiffs' retention of counsel and appoints Stull, Stull & Brody and McKeithen, McKeithen & Bohman as Co-Lead Counsel and Gilman and Pastor, LLP as Liaison Counsel.

SO ORDERED THIS \_\_\_\_\_ day of \_\_\_\_\_, 2004:

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UNITED STATES DISTRICT JUDGE